

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination of Security Interest in Intellectual Property at Reel 4088 and Frame 0781		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Masthead Venture Partners Capital, L.P.		01/20/2010	LIMITED PARTNERSHIP: DELAWARE
RECEIVING PARTY DATA			
Name:	Scanbuy, Inc.		
Street Address:	54 West 39th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	3255803	SCANBUY SHOPPER	
Registration Number:	3266037	EZCODE	
Registration Number:	3234800	SCANLIFE	
Registration Number:	3007364	SCANZOOM	
Registration Number:	2973656	OPTICAL INTELLIGENCE	
Registration Number:	2879323	SCANCLIK	
Registration Number:	2889505	SCANBUY	
Registration Number:	2882070	SCANCOMMERCE	
CORRESPONDENCE DATA			
Fax Number:	(617)526-5000		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	617-526-6448		
Email:	huelinh.tran@wilmerhale.com		

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TRADEMARK
 REEL: 004134 FRAME: 0908

Correspondent Name: Michael J. Bevilacqua, Esq.
Address Line 1: Wilmer Cutler Pickering Hale and DorrLLP
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ATTORNEY DOCKET NUMBER: 290836133

NAME OF SUBMITTER: Michael J. Bevilacqua

Signature: /michael j. bevilacqua/

Date: 01/21/2010

Total Attachments: 6

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TERMINATION OF SECURITY INTEREST IN INTELLECTUAL PROPERTY


WHEREAS, Scanbuy, Inc., a Delaware corporation, located at 54 West 39th Street, New York, New York 10018 (the "Borrower") and Masthead Venture Partners Capital, L.P., as Collateral Agent, a Delaware limited partnership, located at 55 Cambridge Parkway, Suite 103, Cambridge, Massachusetts 02142 (the "Collateral Agent") on behalf of the lenders (the "Lenders") pursuant to (i) the Note and Warrant Purchase Agreement dated as of October 5, 2009, by and among Borrower and Lenders (as at any time prior to the date hereof amended, supplemented or otherwise modified, the "Purchase Agreement"), (ii) the Senior Secured Convertible Promissory Notes issued by the Borrower to each Lender (the "Notes"), (iii) the Security Agreement in favor of the Lenders dated as of October 5, 2009, by and among Borrower and Lenders (as at any time prior to the date hereof amended, supplemented or otherwise modified, the "Security Agreement") and, (iv) the Appointment of Collateral Agent dated as of October 6, 2009 (the "Appointment" and together with the Purchase Agreement, the Notes, and the Security Agreement, the "Loan Documents"), entered into a certain Security Agreement in Intellectual Property (the "Agreement"), dated as of October 5, 2009, that by its terms granted the Collateral Agent a security interest in certain intellectual property [listed on Exhibit A (the "Trademarks") which was recorded in the United States Patent and Trademark Office on October 30, 2009 at Reel 4088 and Frame 0781 and on Exhibit B (the "Patents") which was recorded in the United States Patent and Trademark Office on November 2, 2009 and at Reel 23456 and Frame 0203 and on Exhibit C (the "Copyrights") which was filed in the Copyright Office on October 30, 2009 and received by the Copyright Office on November 4, 2009] to the Agreement and all trademark, patent and copyright applications and trademark, patent and copyright registrations acquired or arising after the date of the Agreement;

WHEREAS, the Borrower has or has caused to be paid and satisfied in full the obligations for which the security interest in the Trademarks, Patents and Copyrights was granted.

NOW THEREFORE the parties hereto agree that the Collateral Agent hereby reassigns the interest in the Trademarks listed on Exhibit A, Patents listed on Exhibit B and Copyrights listed on Exhibit C of the Agreement and attached here on Schedules A, B and C in which Collateral Agent was granted a security interest under the Agreement. The Collateral Agent also hereby releases its security interest in the Trademarks, Patents and Copyrights listed in Schedules A, B and C attached hereto. The Collateral Agent further agrees, for itself, its successors and assigns, to execute such further documents and to perform such further lawful acts as may reasonably be requested by the Borrower, to effectuate this termination.

IN WITNESS WHEREOF, the undersigned have executed this Termination as of the date of execution, this 20 day of January, 2010.

MASTHEAD VENTURE PARTNERS CAPITAL,
L.P.


Name: STEPHEN K. SMITH
Title: MANAGING MEMBER,
MASTHEAD SBIC GENERAL PARTNER, LLC
GENERAL PARTNER
MASTHEAD VENTURE PARTNERS CAPITAL, L.P.

Schedule A

SECURITY INTEREST TERMINATION

TRADEMARKS

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Owner</u>
SCANBUY SHOPPER	78928279	July 12, 2006	3255803	June 26, 2007	Scanbuy
EZCODE	78660175	June 28, 2005	3266037	July 17, 2007	Scanbuy
SCANLIFE	78620632	May 2, 2005	3234800	April 24, 2007	Scanbuy
SCANZOOM	78371172	February 20, 2004	3007364	October 18, 2005	Scanbuy
OPTICAL INTELLIGENCE	78291282	August 22, 2003	2973656	July 19, 2005	Scanbuy
SCANCLICK	78236444	April 10, 2003	2879323	August 31, 2004	Scanbuy
SCANBUY	76114852	August 21, 2000	2889505	September 28, 2004	Scanbuy
SCANCOMMERCE	76114177	August 21, 2000	2882070	September 7, 2004	Scanbuy

Schedule B

SECURITY INTEREST TERMINATION

PATENTS

<u>Patent Number</u>	<u>Issue Date</u>	<u>Serial Number</u>	<u>Filing Date</u>	<u>Title</u>	<u>Inventor</u>	<u>Current Owner</u>
7,156,311	1/2/2007	10/757,095	1/14/2004	<i>System and method for decoding and analyzing barcodes using a mobile device</i>	Olivier Attia; Prateek Shrivastava; Roman Zatsepine; Avi Outmezguine	SCANBUY
7,287,696	10/30/2007	11/602,012	11/20/2006	<i>System and method for decoding and analyzing barcodes using a mobile device</i>	Olivier Attia; Prateek Shrivastava; Roman Zatsepine; Avi Outmezguine	SCANBUY
7,242,816	7/10/2007	10/832,319	4/27/2004	<i>Group Average Filter algorithm for digital image processing</i>	Olivier Attia; Prateek Shrivastava; Roman Zatsepine; Avi Outmezguine	SCANBUY
7,245,780	7/17/2007	11/410,565	4/26/2006	<i>Group Average Filter algorithm for digital image processing</i>	Olivier Attia; Prateek Shrivastava; Roman Zatsepine; Avi Outmezguine	SCANBUY
7,309,015	12/18/2007	11/168,806	4/28/2004	<i>Mobile device control center utilizing barcode scanning technology</i>	Didier Frantz; Avi Outmezguine	SCANBUY

<u>Patent Number</u>	<u>Issue Date</u>	<u>Serial Number</u>	<u>Filing Date</u>	<u>Title</u>	<u>Inventor</u>	<u>Current Owner</u>
7,387,250	6/17/2008	10/993,970	11/19/2004	System and method for on the spot purchasing by scanning barcodes from screens with a mobile device	Olivier Attia; Ashish Muni; Avi Outmezguine	SCANBUY
7,168,621	1/30/2007	10/833,017	4/28/2004	Section based algorithm for image enhancement	Rashmi Ghai; Didier Frantz	SCANBUY

PATENT APPLICATIONS:

<u>Patent Number</u>	<u>Issue Date</u>	<u>Serial Number</u>	<u>Filing Date</u>	<u>Title</u>	<u>Inventor</u>	<u>Current Owner</u>
		11/772707	07/02/07	Efficient And Accurate Extraction Of A Quadrilateral Subregion Of Interest In A Digital Image	Hannes Kruppa	SCANBUY
		12/015401	01/16/08	LIGHTWEIGHT ERROR DETECTION FOR BARCODES	Hannes Kruppa	SCANBUY
		12/015405	1/16/2008	MICRO-EZ CODE: DEFINITION OF A SPACE-EFFICIENT 2-DIMENSIONAL BARCODE	Hannes Kruppa	SCANBUY
		11/677524	02/21/07	Mobile Payment System Using Barcode Capture	Didier Frantz; Manik Kakar; Ashish Muni	SCANBUY
		EP04703562.1	1/5/2006	System and method for decoding and analyzing barcodes using a mobile device	Olivier Attia; Prateek Shrivastava; Roman Zatssepine; Avi Outmezguine	SCANBUY

<u>Patent Number</u>	<u>Issue Date</u>	<u>Serial Number</u>	<u>Filing Date</u>	<u>Title</u>	<u>Inventor</u>	<u>Current Owner</u>
		11/734173	04/11/07	<i>System And Method For Recovering Image Detail From Multiple Image Frames In Real- Time</i>	Hannes Kruppa	SCANBUY
		09/883933	06/20/01	<i>System and method for scan-based input, storage and retrieval of information over an interactive communication network</i>	Olivier Attia	SCANBUY
		11/108923	04/19/05	<i>Real-time behavior monitoring system</i>	Didier Frantz; Ben Hugo Sloan Chesser	SCANBUY

Schedule C
SECURITY INTEREST TERMINATION
COPYRIGHTS

<u>Registration</u> <u>No.</u>	<u>Registration</u> <u>Date</u>	<u>Title</u>	<u>Author</u>	<u>Current Owner</u>
Txul-164-280	3/1/2004	ScanZoom for Personal Digital Assistants	Multiple	Scanbuy
TXul-158-22	3/1/2004	ScanZoom for Cell Phones	Multiple	Scanbuy
Txul-163-490	3/1/2004	ScanZoom for Java	Multiple	Scanbuy